CUSTOM HEALTH HOLDINGS INC.
(the "**Company**")

June 3, 2026

CHARTER OF THE AUDIT COMMITTEE
(the "**Committee**")

1. Purposes and Responsibilities

The Committee shall assist the board of directors of the Company (the "**Board**") in fulfilling its responsibility for oversight of the Company's financial accounting and reporting, the system of internal controls established by management, and the adequacy of internal and independent auditing relative to these activities.

2. Authority to Retain Experts

The Committee shall have the authority to retain outside counsel or other experts as necessary to assist the Committee in fulfilling its responsibilities.

3. Reporting

The Committee shall report to the Board.

4. Appointment and Composition

The Committee and its chair shall be appointed by the Board. The chair shall be a member of the Committee (the "**Chair**"). Members of the Committee may be removed from office or replaced at any time by the Board. Any member shall cease to be a member upon ceasing to be a director.

The Committee shall consist of at least three directors, each of whom will be independent (within the meaning of National Instrument 52-110 *Audit Committees* ("**NI 52-110**") unless the Board determines to rely on an exemption in NI 52-110.

All of the members must be financially literate within the meaning of NI 52-110 unless the Board determines that an exemption under NI 52-110 from such requirement in respect of any particular member is available and determines to rely thereon in accordance with the provisions of NI 52-110.

5. Duties

The Committee shall:

(a) review and recommend to the Board the annual financial reports (annual information form, management information circular, NI 52-110F1, financial statements, managements' discussion & analysis ("**MD&A**"), reports to shareholders and press releases) for approval;

(b) review and recommend to the Board the quarterly financial reports (financial statements, MD&A, reports to shareholders and press releases) for approval;

(c) be satisfied that for all other public disclosures or information that is extracted or derived from the financial statements, that management has procedures in place to review such information, and periodically assess the adequacy of such procedures;

(d) review and approve any other press releases that relate to material financial disclosures;

(e) review and recommend any changes to accounting policies to the Board;

(f) provide for an open avenue of communications between the independent auditors, management and the Board and, at least once annually, meet with the independent auditors independently of management;

(g) with respect to the external auditors:

  (i) review the qualifications and evaluate the performance of the independent auditors and make recommendations to the Board regarding the selection, fee arrangements, appointment or termination of the independent auditors. The independent auditors shall be ultimately accountable to the Board and the Committee, as representatives of the shareholders;

  (ii) be directly responsible for overseeing the work of the external auditors engaged for the purpose of issuing an auditors' report or performing other audit, review or attest services for the Company, including the resolution of disagreements between management and the external auditor regarding financial reporting;

  (iii) receive on an annual basis a formal written statement from the independent auditors that they are in fact independent and discuss with the auditors any relationships that may impact the auditor's independence and recommend to the Board any actions necessary to oversee the auditor's independence;

  (iv) review and approve the independent auditors' annual engagement letter;

  (v) review with the independent auditors (i) the proposed scope of their examination with emphasis on accounting and financial areas where the Committee, the independent auditors or management believe special attention should be directed, (ii) the results of their audit, including their letter of recommendations for management (iii) their evaluation of the adequacy of the Company's system of internal controls, (iv) significant areas of disagreement, if any, with management, (v) cooperation received from management in the conduct of the audit, and (vi) significant accounting, reporting, regulatory or industry developments affecting the Company;

  (vi) at least annually, review and pre-approve all relationships and engagements for non-audit services that may reasonably be thought to bear on the independence of the auditor; and

  (vii) when there is to be a change in auditors, review the issues related to the change and the information to be included in the required notice to securities regulators of such change;

(h) discuss with management and the independent auditors any issues regarding significant business risks or exposures and assess the steps management has taken to minimize such risk;

(i) oversee management reporting on and review of adequacy of internal controls (while it is management's responsibility to design and implement an effective system of internal control, it is the responsibility of the Audit Committee to ensure that management has done so);

(j) review material transactions (acquisitions, divestitures and funding);

(k) conduct an annual review and assessment of its performance, effectiveness and contribution, including a review of its compliance with this Charter, in accordance with the process developed by the Board. The Committee will conduct that review and assessment in such manner as it deems appropriate and report the results to the Board;

(l) review and assess the adequacy of this Charter on an annual basis, taking into account all legislative and regulatory requirements applicable to the Committee, as well as any best practice guidelines recommended by regulators or an applicable stock exchange, and recommend any required or desirable changes to the Board; and

(m) perform such other functions as assigned by law, the Company’s constating documents or as the Board deems necessary and appropriate.

6. Committee Meetings and Board Reporting

Meetings will be held as required, but not less than quarterly. Minutes will be recorded and reports of Committee meetings will be presented at the next regularly scheduled Board meeting. A quorum shall be a majority of the members of the Committee.

7. Committee Charter Review and Approval

This Audit Committee Charter shall be reviewed, reassessed and approved by the Board annually.

8. Whistleblower Policy

The Committee shall establish procedures for the receipt, retention and treatment of complaints received by the Company regarding accounting, internal accounting controls or auditing matters, and for the confidential, anonymous submission by the Company’s employees of concerns regarding questionable accounting or auditing matters, or other matters of concern, related to the policies of the Company as set out in the attached Schedule A.

9. Hiring Policy

The Committee is responsible for reviewing and approving the Company’s hiring policies regarding partners, employees and former partners and employees of the present and former external auditor of the Company.

SCHEDULE A
TO THE AUDIT COMMITTEE CHARTER

Procedures for the Submission of Complaints or Concerns Regarding Accounting, Internal Accounting Controls, Auditing Matters

The Audit Committee of the Board of Directors of Custom Health Holdings Inc. (the "**Company**") has established procedures for: (a) the receipt, retention, and treatment of complaints received by the Company regarding accounting, internal accounting controls, or auditing matters; and (b) the submission by employees of the Company and others, on a confidential and anonymous basis, of concerns regarding questionable accounting or auditing matters.

In accordance with National Instrument 52-110, the Audit Committee has adopted the following procedures:

1. The Company shall promptly forward to the Audit Committee any complaints that it has received regarding financial statement disclosures, accounting, internal accounting controls or auditing matters.

2. Any employee of the Company may submit, on a confidential, anonymous basis if the employee so desires, any concerns (the **"concern**") regarding financial statement disclosures, accounting, internal accounting controls or auditing matters, or other matters of concern, related to the policies of the Company. All such concerns shall be set forth in writing and forwarded in a sealed envelope to the Chair of the Audit Committee, in care of the Company's Chair at:

   Custom Health Holdings Inc.
   1631 Dickson Ave, Suite 900, Kelowna, BC, V1Y 0B5
   Attention: Kendra Blackford
   Email: kendra@knightgroup.ca

   If an employee would like to discuss the concern with a member of the Audit Committee, the employee should indicate this in the submission and include a telephone number at which he or she might be contacted if the Audit Committee deems it appropriate.

3. Following the receipt of any concern submitted hereunder (the "**submission**"), the Audit Committee will investigate each matter so reported and take such steps, actions or institute such procedures as the Audit Committee deems appropriate.

4. The Audit Committee may enlist employees of the Company and/or outside legal, accounting, or other advisors, as appropriate, to conduct any investigation of the submission and such other outside advisors shall use reasonable efforts to protect the confidentiality and anonymity of the complainant.

5. The Board of Directors stands behind this policy and guarantees that no retaliation of any kind will be taken or permitted to be taken against employees with respect to any submission made in good faith.

6. The Audit Committee shall retain the submission and the documentation related thereto as part of the records of the Audit Committee.

AUDIT COMMITTEE
Custom Health Holdings Inc.